

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

MAGTEN ASSET MANAGEMENT CORP. and LAW DEBENTURE TRUST COMPANY OF NEW YORK,)	
)	
Plaintiffs,)	
)	
v.)	Civil Action No. 04-1494-JJF
)	(RE: D.I. 194)
NORTHWESTERN CORPORATION,)	
)	
Defendant.)	
MAGTEN ASSET MANAGEMENT CORP.,)	
)	
Plaintiff,)	
)	
v.)	Civil Action No. 05-499-JJF
)	RE: D.I. 229)
MIKE J. HANSON and ERNIE J. KINDT.)	
)	
Defendants.)	

PLAINTIFFS' MOTION FOR LEAVE TO FILE SURREPLY

Plaintiffs Magten Asset Management Corporation and the Law Debenture Trust Company of New York, by and through their undersigned counsel, hereby move for leave to file a brief surreply to the Affidavit of Joseph D. Pizzurro, filed on May 24, 2007 [D.I. 194 in Case No. 04-1494; and D.I. 229 in Case No. 05-499], in the form attached at Exhibit A. The surreply is necessary to address certain factual arguments raised for the first time by Mr. Pizzurro's Affidavit. Plaintiffs hereby waive their right to file an opening brief or memorandum of law in support of this Motion, but reserve their right to file a reply brief if any opposition brief is filed by NorthWestern.

Dated: May 25, 2007

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on this 25th day of May, 2007, I served by hand delivery and electronic filing the PLAINTIFFS' MOTION FOR LEAVE TO FILE SURREPLY, using CM/ECF which will send notification of such filing(s) to the following:

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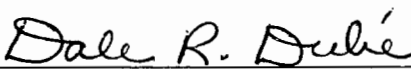
I certify that, on this 25th day of May, 2007, I served the aforementioned document, by e-mail and Federal Express, upon the following participants:

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I certify that, on this 25th day of May, 2007, I served the aforementioned document, by hand delivery upon the Special Master, as follows:

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